



Entered on Docket
May 17, 2011

A handwritten signature in dark ink, appearing to read "Linda B. Riegler".

Hon. Linda B. Riegler
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining First Omnibus Objection Of
USACM Trust To Proofs Of Claim Based
Entirely Upon Investment In The Ocean
Atlantic Loan**

Hearing Date: May 9, 2011

Hearing Time: 10:30 a.m.

The Court having considered the "First Omnibus Objection Of USACM Trust To Proofs Of Claim Based Entirely Upon Investment in The Ocean Atlantic \$9,425,000 Loan ("Ocean Atlantic Loan ") [DE 8295] (the "Objection"); the Court having heard the Objection on May 9, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record that the disallowance of the Claims listed on Exhibit A does not affect the direct lenders' rights to

1 be repaid by the borrower or from the collateral securing the Ocean Atlantic Loan; and
2 good cause appearing:

3 **IT IS ORDERED** that:

- 4 1. The Objection [DE 8295] is sustained; and
5 2. The claims listed on **Exhibit A** attached are disallowed to the extent that
6 those claims are based upon an investment in the Ocean Atlantic Loan.

7
8 PREPARED AND RESPECTFULLY SUBMITTED BY:

9 **LEWIS AND ROCA LLP**

10
11 By /s/ John Hinderaker
12 Robert M. Charles, Jr.
13 John Hinderaker (*pro hac vice*)
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16 *Attorneys for USACM Liquidating Trust*
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).

XXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

| | |
|---|--|
| U.S. Trustee: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapprove d the form of this order |
| <input checked="" type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |
| Other Party: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapprove d the form of this order |
| <input type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker. _____
Attorneys for USACM Liquidating Trust

#

**OCEAN ATLANTIC \$9,425,000
SINGLE LOAN CLAIM
EXHIBIT A**

| Claim | Date Claim was Filed | Name | Address | Total Claim Amount Relating to the Ocean Atlantic \$9,425,000 Loan | Approximate Amount Subject to Objection Because it Relates to an Investment In the Ocean Atlantic \$9,425,000 Loan |
|--------------|-----------------------------|--|---|---|---|
| 10725-00987 | 11/3/2006 | Chai Miller LLC | Po Box 81191 Las Vegas, NV 89180-1191 | 459,407.54 | 459,407.54 |
| 10725-00284 | 10/3/2006 | G&L Nelson Limited Partnership | Attn. Gary Nelson 11205 Messina Way Reno, NV 89521 | 309,259.00 | 309,259.00 |
| 10725-02238 | 1/12/2007 | Guptail, Priscilla M & Addy, Priscilla K | 21675 Obsidian Ave. Bend, OR 97702 | 50,000.00 | 50,000.00 |
| 10725-01184 | 11/10/2006 | L And R Saenz Family Trust | C/O Lionel Saenz And Rosario D Saenz Trustees 281 Andover Ridge Ct Henderson, NV 89012-3128 | 50,000.00 | 50,000.00 |
| 10725-01979 | 1/10/2007 | Manter, John | 1449 Tirol Dr Incline Village, NV 89451 | 50,000.00 | 50,000.00 |
| 10725-01957 | 1/10/2007 | Marjorie Y Berlin | 3422 Homestead Drive Wantagh, NY 11793 | 50,000.00 | 50,000.00 |
| 10725-00891 | 11/1/2006 | Marston Family Trust Dated 8/13/93 | E Grace Marston Ttee 1184 Camano Court San Jose, CA 95122 | 53,090.94 | 53,090.94 |
| 10725-01726 | 12/11/2006 | Pietryk, Jerry & Leeann | 3131 Kewanee Lane Naperville, IL 60564-5024 | 50,000.00 | 50,000.00 |

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|--------------|---------------------------------|-------------------------------|---|---|---|
| 10725-01791 | 12/13/2006 | Spring, Donald W & Evelyn Mae | 3153 Canyon Oaks Ter Chico, CA 95928-3987 | 53,025.00 | 53,025.00 |
| 10725-00997 | 11/6/2006 | Tom, Sterling | 213 Royal Aberdeen Way Las Vegas, NV 89144 | 25,000.00 | 25,000.00 |